

Exhibit C

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE REFCO INC. SECURITIES LITIGATION

No. 07 MDL 1902 (JSR)

THOMAS H. LEE EQUITY FUND V, L.P.,
THOMAS H. LEE PARALLEL FUND V, L.P.,
and THOMAS H. LEE EQUITY (CAYMAN)
FUND V, L.P.,

Plaintiffs,

v.

No. 07 Civ. 8663 (JSR)

GRANT THORNTON LLP,

Defendants.

USDC SDNY
DOCUMENT
ELECTRONICALLY FILED
DOC #:
DATE FILED: 9/12/11

JOINT STIPULATION OF DISMISSAL WITH PREJUDICE

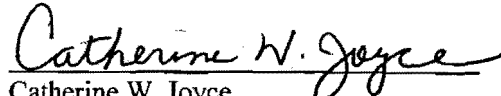
Pursuant to Federal Rule of Civil Procedure 41(a)(1), Plaintiffs Thomas H. Lee Equity Fund V, L.P., Thomas H. Lee Parallel Fund V, L.P., and Thomas H. Lee Equity (Cayman) Fund V, L.P., and Defendant Grant Thornton LLP hereby stipulate and agree that this action and all claims and defenses asserted therein be dismissed with prejudice, with each party bearing its own attorneys' fees, costs, and expenses relating thereto. The parties also hereby withdraw and terminate all pending motions, including discovery disputes, submitted in this action.

Greg A. Danilow (GD-1621)
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Tel.: (212) 310-8000

--and--

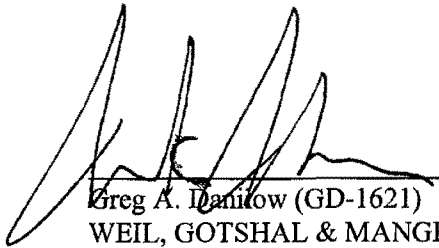
Mark C. Hansen
KELLOGG, HUBER, HANSEN, TODD,
EVANS & FIGEL P.L.L.C.
Sumner Square
1615 M Street, N.W., Suite 400
Washington, D.C. 20036
Tel.: (202) 326-7900

*Attorneys for Plaintiffs Thomas H. Lee
Equity Fund V, L.P., Thomas H. Lee
Parallel Fund V, L.P., and Thomas H.
Lee Equity (Cayman) Fund V, L.P.*


Catherine W. Joyce
WINSTON & STRAWN
35 West Wacker Drive
Chicago, IL 60601
Tel.: (312) 558-5600

*Attorneys for Defendant Grant Thornton
LLP*

Dated: _____, 2011



Greg A. Danilow (GD-1621)
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, NY 10153
Tel.: (212) 310-8000

Catherine W. Joyce
WINSTON & STRAWN
35 West Wacker Drive
Chicago, IL 60601
Tel.: (312) 558-5600

--and--

*Attorneys for Defendant Grant Thornton
LLP*

Mark C. Hansen
KELLOGG, HUBER, HANSEN, TODD,
EVANS & FIGEL P.L.L.C.
Sumner Square
1615 M Street, N.W., Suite 400
Washington, D.C. 20036
Tel.: (202) 326-7900

*Attorneys for Plaintiffs Thomas H. Lee
Equity Fund V, L.P., Thomas H. Lee
Parallel Fund V, L.P., and Thomas H.
Lee Equity (Cayman) Fund V, L.P.*

Dated: Sept 1, 2011

So Ordered:



U.S.D.T.

date

9/6/11